

FILED

SEP 26 2011

SECRETARY, BOARD OF
OIL, GAS & MINING

**BEFORE THE BOARD OF OIL, GAS AND MINING
DEPARTMENT OF NATURAL RESOURCES
STATE OF UTAH**

IN THE MATTER OF THE REQUEST FOR
AGENCY ACTION OF BILL BARRETT
CORPORATION FOR AN ORDER EXTENDING
THE BOARD'S ORDERS ENTERED IN CAUSE
NOS. 139-8 AND 139-84 TO ESTABLISH
SECTIONAL DRILLING UNITS AND
AUTHORIZE UP TO FOUR PRODUCING WELLS
PER SECTIONAL DRILLING UNIT SO
ESTABLISHED OR PREVIOUSLY
ESTABLISHED FOR THE PRODUCTION OF OIL,
GAS AND ASSOCIATED HYDROCARBONS
FROM THE LOWER GREEN RIVER AND
WASATCH FORMATIONS UNDERLYING
VARIOUS SECTIONS WITHIN TOWNSHIPS 3
AND 4 SOUTH, RANGES 5 AND 7 WEST, USM,
DUCHESNE COUNTY, UTAH

**MODIFICATION TO REQUEST
FOR AGENCY ACTION**

Docket No. 2011- 019

Cause No. 139-87

COMES NOW, Bill Barrett Corporation ("BBC"), acting by and through its attorneys, Beatty & Wozniak, P.C., and hereby modifies BBC's Request for Agency Action dated September 12, 2011 on file in this cause (the "RAA"). After the RAA was filed, BBC and its counsel realized that the RAA failed to address the current wells within the Lake Canyon Area and their effect upon communitization and effective dates of the requested spacing. In addition, after further discussions with Berry Petroleum Company, an operator of certain lands within the Subject Lands as defined in the RAA, it was mutually agreed that certain sections within Township 4 South, Range 5 West, USM, should be withdrawn from the RAA. Accordingly, BBC respectfully modifies its RAA as follows:

- Page 2 – The lands within Township 4 South, Range 5 West, USM, included as part of the defined “139-8 Extension Lands” should instead be described as follows:

Township 4 South, Range 5 West, USM

Sections 19-22, inclusive, and 30;

- Page 12 – Existing Paragraphs 13-15 are redesignated as Paragraphs 15-17, respectively;
- Page 12 – New Paragraphs 13 and 14, to read as follows, are inserted:

13. There currently are twelve (12) wells producing oil or gas from the Subject Formations, or drilled but awaiting completion, located upon the Subject Lands within Township 4 South, Range 6 West, USM. These are as follows:

<u>Well</u>	<u>Location</u>	<u>Date of First Prod.</u>
7-20-46 DLB (directional)	Sec. 20: SE $\frac{1}{4}$ NW $\frac{1}{4}$ (SHL) Sec. 20: SW $\frac{1}{4}$ NE $\frac{1}{4}$ (BHL)	3/23/08
13H-20-46 LC (horizontal)	Sec. 20: SE $\frac{1}{4}$ SE $\frac{1}{4}$ (SHL) Sec. 20: SW $\frac{1}{4}$ SW $\frac{1}{4}$ (terminus)	5/24/11
7/21/46 DLB (directional)	Sec. 21: NW $\frac{1}{4}$ SE $\frac{1}{4}$ (SHL) Sec. 21: SW $\frac{1}{4}$ NE $\frac{1}{4}$ (BHL)	2/28/08
13H-21-46 (horizontal)	Sec. 21: SE $\frac{1}{4}$ SE $\frac{1}{4}$ (SHL) Sec. 21: SW $\frac{1}{4}$ SW $\frac{1}{4}$ (terminus)	Waiting on Completion
14X-22-46 DLB (directional)	Sec. 22: SW $\frac{1}{4}$ SW $\frac{1}{4}$ (SHL) Sec. 22: SE $\frac{1}{4}$ SW $\frac{1}{4}$ (BHL)	7/14/10
7-28-46 DLB (directional)	Sec. 28: SE $\frac{1}{4}$ NE $\frac{1}{4}$ (SHL) Sec. 28: SW $\frac{1}{4}$ NE $\frac{1}{4}$ (BHL)	2/13/08
LC Tribal 8-28-46	Sec. 28: SE $\frac{1}{4}$ NE $\frac{1}{4}$	3/5/08
12H-28-46 (horizontal)	Sec. 28: NE $\frac{1}{4}$ SE $\frac{1}{4}$ (SHL) Sec. 28: NW $\frac{1}{4}$ SW $\frac{1}{4}$ (terminus)	Waiting on Completion

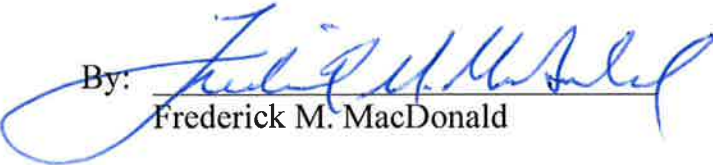
7-29-46 DLB (directional)	Sec. 29: SE $\frac{1}{4}$ NE $\frac{1}{4}$ (SHL) Sec. 29: SW $\frac{1}{4}$ NE $\frac{1}{4}$ (BHL)	9/3/10
12H-32-46 (horizontal)	Sec. 32: NE $\frac{1}{4}$ SE $\frac{1}{4}$ (SHL) Sec. 32: NW $\frac{1}{4}$ SW $\frac{1}{4}$ (terminus)	6/21/11
5-33-46 DLB (directional)	Sec. 33: NW $\frac{1}{4}$ NW $\frac{1}{4}$ (SHL) Sec. 33: SW $\frac{1}{4}$ NW $\frac{1}{4}$ (BHL)	11/12/10
5-34-46 DLB	Sec. 34: SW $\frac{1}{4}$ NW $\frac{1}{4}$	12/5/10

14. Utah Admin Code Rule R649-3-2(6) establishes sectional “temporary spacing units” for horizontal wells, but the definition of “temporary spacing units” contained in Utah Admin Code Rule R649-3-1 expressly provides that “[a] temporary spacing unit shall not be a drilling unit as provided for in U.C.A. 40-6-6, Drilling Units, and does not provide a basis for pooling the interest therein as does a drilling unit.” Because of uniform mineral and leasehold ownership within all of the other sections upon which wells identified in Paragraph 13 above are located, only Sections 28 and 32 of Township 4 South, Range 6 West, USM, will require communitization agreements to create conforming sectional proration units. Consequently, BBC, in order to properly allow for said communitization and to avoid interference with prior production proceed allocation practices, respectfully requests the sectional spacing sought herein for said Section 28 be granted effective as of the date of first production for the 12H-28-46 well or entry of the Order by the Board (presuming the RAA is granted), whichever shall occur first, and for said Section 32 to be retroactively effective as of June 21, 2011, the date of first production for the 12H-32-46 well;

- Page 13 – Existing Subparagraphs 3(c) and (d) are redesignated as Subparagraphs 3(d) and (e) respectively; and
 - Page 13 – A new Subparagraph 3(c), to read as follows, is inserted:
- c) Providing that the drilling unit so established for Section 28, T4S, R6W, USM, shall be effective as of the date of first production for the 12H-28-46 well or entry of this Order, whichever shall first occur, and the drilling unit so established for Section 32, T4S, R6W, USM, shall be retroactively effective as of June 21, 2011, the date of first production for the 12H-32-46 well.

Respectfully submitted this 26th day of September, 2011.

BEATTY & WOZNIAK, P.C.

By: 
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CERTIFICATE OF MAILING

The undersigned certifies that he caused a true and correct copy of the foregoing Modification to Request for Agency Action to be mailed, properly addressed and postage pre-paid, to each of the following parties this 26th day of September, 2011:

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Bureau of Land Management
Utah State Office
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Salt Lake City, UT 84145-0155

United States of America
Bureau of Land Management
Vernal Field Office
Attn: Jerry Kenczka
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Vernal, UT 84078

United States of America
Bureau of Indian Affairs
Uintah and Ouray Reservation
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Ute Indian Tribe
Energy and Minerals Dept.
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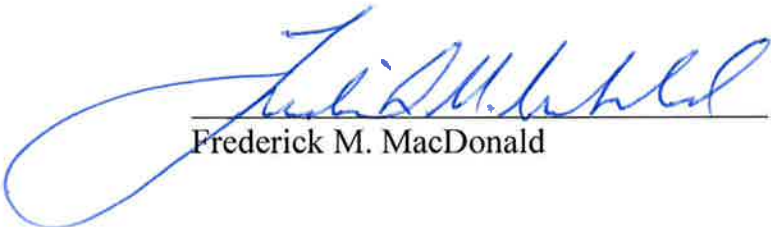
Turner Petroleum Land Services, Inc.
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The Corporation of the Presiding Bishop
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